



TyneCoastCollege

Meeting of the Governance and Search Committee

Venue: STC Conference Room 1
Date: Thursday 13 November 2025
Time: 3.35pm – 5.20pm

Present: Joanne Fanning (In the Chair)
 Malcolm Grady
 Nicola McCluskey
 Lindsey Whiterod

In Attendance: Neil Longstaff (Director of Governance)

ACTION TRACKER

Item	Summary of Action Required	By whom	Status	Comment / Update
Meeting: 22 May 2025				
4.	iv. That MG is asked to consult with the Chair of the Academy Trust to determine whether there is any current Trustee or Head Teacher within the Trust willing to become a College Governor.	MRG		This had not been taken forward as the College was re-evaluating its relationship with the Trust. <u>3.3.26</u> No further action
5.	Governance Update Governor granted a leave of absence due to ill health. MG was to follow up.	MRG		Governor resigned
	student events calendar to be circulated	NL		Completed
	ii. That the re-appointment of the College Governors be recommended to the Board for approval.	NL		Governors re-appointed by Board
	iii. Draft Scheme of Delegation be presented to Executive Committee for comment and then to the Board for formal approval. That a limit be placed on a Chair's ability to authorise spend using Chairs Urgent Action.	NL		Approved by Board via Exec Group
	iv. Approach Mr NS from the Office of the Police & Crime Commissioner as a potential College Governor.	NL		Approached – unable to commit until later this year
	v. That AN is to be approached to serve on the Audit Committee.	NL		Agreed
	vi. That an update on the development of the Stakeholder Advisory Boards be sought.	NL		Dates circulated and gov appointments sought
	vii. That the student events calendar be circulated to governors as soon as possible.	NL		Completed
	viii. That 'Risk Register' is to continue to be a standing item on the agenda of the Board but that 'Skills Agenda' be removed.	NL		Actioned
8.	<u>Governor Attendance 2022-2025</u> a summary be reported to the Board.	NL		Completed
9.	<u>Development Event Jan 26/Training</u>	NL		Completed

	ii. That governors be reminded of the need to complete any outstanding mandatory training as soon as possible.			
	iii. That the Executive Director of Digital and Projects be approached to arrange for the Police regional cyber-crime unit to deliver a similar training session for governors.	NL		Approached – unable to provide but alternative arrangements made
	iv. a Governor Induction Session be held in the new calendar year	NL		Completed
	v. That the SSMS Principal be asked to give a presentation to the Board on OfS requirements for HE at the Development event in January 2026.	SA		Completed
10.	<u>Nominations for Dr Winterbottom Fellowships</u> That nominations be sought from the Senior Staff and Board of Governors with a view to nominations being submitted to the College Board in March 2026.	NL		Exec Team and governors notified – no noms as yet
11.	<u>AOB - Year of Engagement</u> A progress report be provided at the Development Event on governor engagement to date.	NL		Provided and shared with governors verbally
12.	<u>Date and Time of Next Meeting</u> i. That a further meeting of the Committee be held in March 2026 and that the business planner be reviewed to accommodate this change and this is to include 'Monitoring of Governor Engagement'.	NL		Completed
	ii. That enquiries be made as to whether the next Board meeting can be held at the new College site.	NL		Considered but deemed not suitable
	iii. That NL is to speak to JC on the best approach for the arrangements for the Christmas lunch.	NL		Completed

MINUTES

ITEM	ISSUES	ACTION
1.	<p>Apologies for Absence</p> <p>There were no apologies for absence to be received.</p>	
2.	<p>Declarations</p> <p>i. Declarations of interests</p> <p>The Chair reminded members to declare any conflicts of interest as they arose on the agenda.</p> <p>ii. Business to be raised under Item 11</p> <p>None</p>	
3.	<p>Minutes of the previous meeting</p> <p>The minutes of the meeting held on 22 May 2025 were approved and signed by the Chair.</p> <p>Matters arising not covered on the agenda</p> <p>As shown on the Action Tracker.</p>	
4.	<p>Committee Workplan 2025-26</p>	

	<p>The Committee Workplan for the Governance and Search Committee for the forthcoming year was presented for information and review.</p> <p>NL informed members that the plan had been approved by the Board but there was an opportunity to review and update the future business to be conducted, if required.</p> <p>Governors were reminded that further meetings were convened as 'Get to Know You' meetings as part of the governor recruitment process and a new element relating to risk management had been added to the workplan.</p> <p>Resolved: That the Committee accepts the report, as presented.</p>	
<p>5.</p>	<p>Governance Update including Succession Planning</p> <p>This report aimed to plan for appointments in a timely manner and update the Committee on matters of governance.</p> <p>The following were highlighted for consideration:</p> <ol style="list-style-type: none"> i. The current composition and membership of the College Board, which showed two College Governor vacancies and a Student Governor vacancy. ii. The membership of Committees - recent resignations from the Board had created vacancies. iii. The re-appointment of five governors for further terms of office. iv. A new Scheme of Delegation was being presented for review. v. An updated Governance Action Plan was being presented for review. <p>Governors reviewed information relating to five governors whose terms of office were due for renewal to determine whether they should be recommended to the Board for a further term in office. The members of the Committee considered each governor's contribution over the past twelve months including attendance at meetings, and the skills/experience they had brought to the Board.</p> <p>In terms of vacancies, NL informed the governors that there were 2 College governors and a Student Governor. The Student President was actively seeking students to fill the Student Governor role and NL shared with governors potential nominees to fill the College Governor vacancies.</p> <p>It was noted that Doug Cole was back and fully engaged with his role as College Governor. However, another governor who had been granted a leave of absence due to ill health had not yet returned but this matter was being reviewed. MG was to follow up.</p> <p>A governor expressed a view that the profile of the Board needed to include representation from the ethnic minorities or local charities. Suggestions were raised and considered.</p> <p>Q. How quick could a governor be appointed? Quite quickly, following a 'Get to Know You' meeting. A recommendation could be made to Board as early as December but this would depend upon individuals confirming their interest and providing the necessary information.</p> <p>NL drew governors attention to vacancies on committees of the Board. Audit, Business Development and the Governance Committees were those in need of additional members.</p> <p>Q. Most important Committee to fill a vacancy? Audit Committee being highest priority. Q. The invite sent out to all governors to attend a Committee as part of the engagement strategy, will this serve as a notice to be a member of the committee? This action was as an observer in a non-voting capacity but could lead to a more permanent arrangement.</p>	<p>MG</p>

<p>NL explained the importance of maintaining a full Board in order that the workload of the governors could be shared evenly.</p> <p>Issues relating to access to papers for governors were discussed. NL confirmed that this was owing to a problem with current licences, therefore new licenses were being purchased for governors.</p> <p>Q. Where are we with the Stakeholder Advisory Boards? NL had asked about governor involvement and feedback to Committees of the Board but no information had been received to date. Lorna Lister (LL) had indicated that these had been raised at the recent Business Development Committee and dates were to be circulated for governor involvement. However, the composition of the groups were unclear.</p> <p>A new Scheme of Delegation (SoD) was presented for comment. NL explained how he had produced the document and it was his aim to present a final draft to the Board in December 2025 for approval. NL responded to queries from governors on aspects of the document for clarification.</p> <p>The procedure for approving new documents/policies was outlined by NL.</p> <p>The CEO highlighted significant changes coming through from the OfS and the need to have a document to centralise and track policies etc. was essential.</p> <p>Q. Delegation to Chair to sign off contracts not in Scheme? The approval for Chair's to use Urgent Action was detailed in the Standing Orders and limits set in Committee's terms of reference or Financial Regulations. It was suggested that a lower limit be set for Chairs to authorise spend and that this be shown in the SoD.</p> <p>An updated Governance Action Plan was presented and progress was acknowledged. Discussion took place on risk management, student/staff voice and the skills agenda. Governors advised that surveys needed to be completed regularly to be useful feedback for the Board.</p> <p>Q. Have student events calendar been circulated? Not as yet but would be followed up through the Student President.</p> <p>It was commented that the skills/knowledge survey was comprehensive and demonstrated a good mix but new governors, having indicated that they had no experience in certain areas e.g. Chairing a Committee, should be updating their responses to reflect the experience gained as a College governor.</p> <p>Q. Should this judgement be done by the Committee or individual? This could be a matter for the Committee as an annual review. It was also suggested that the individual scores from the previous year should be made available to governors when asking them to complete the annual survey the following year.</p> <p>The CEO made governors aware of a potential governance review by the DfE on the capital project arrangements. It was noted that Graham Razey (Adviser to the Project Board) had recently been appointed as a Deputy FE Commissioner.</p> <p>Resolved:</p> <ul style="list-style-type: none"> i. That the report is received and information acknowledged. ii. That the re-appointment of the College Governors be recommended to the Board for approval. iii. That the draft Scheme of Delegation be presented to Executive Committee for comment and then to the Board for formal approval. That a limit be placed on a Chair's ability to authorise spend using Chairs Urgent Action. iv. That NL is to approach Mr NS from the Office of the Police & Crime Commissioner as a potential College Governor. v. That AN is to be approached to serve on the Audit Committee. 	<p>NL</p> <p>NL</p> <p>NL</p> <p>NL</p>
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	<p>vi. That an update on the development of the Stakeholder Advisory Boards be sought.</p> <p>vii. That the student events calendar be circulated to governors as soon as possible.</p> <p>viii. That 'Risk Register' is to continue to be a standing item on the agenda of the Board but that 'Skills Agenda' be removed.</p>	<p>NL</p> <p>NL</p> <p>NL</p>
6.	<p>Governance SAR (position statement)</p> <p>Confidential item</p>	
7.	<p>Compliance with the Code of Good Governance</p> <p>The purpose of the report was to provide the committee with an update on the new Code of Good Governance.</p> <p>Governors were made aware of the following:</p> <ul style="list-style-type: none"> The Board first adopted the English Colleges Code of Good Governance in July 2015, which had now been replaced with the FE Code of Good Governance and adopted by the Board in December 2023. The Code was a voluntary initiative (although the DfE Accounts Direction stipulated FE corporations must comply with the principles of a code) and should not be seen as supporting a 'tick box' approach. With this new code, the AoC were taking a different approach by introducing six fundamental principles which form the core of this code, presented in the context of Further Education using sector-specific language. Compliance alongside recommended practice was good. <p>In terms of compliance against the Code, the Board had held a full training session to develop governors understanding and to determine how this could be incorporated into governor meetings and documentation (e.g. Executive Summary) as standard practice with an automatic reference to the Code's principles.</p> <p>Resolved: That the Committee accept the report as presented and note the current position regarding compliance with the new Code.</p>	
8.	<p>Governor Attendance 2022-2025</p> <p>The Committee was presented with the governors' attendance for the academic years 2022-2025.</p> <p>The following were highlighted:</p> <ul style="list-style-type: none"> Targets for attendance at Board and Committees meetings and for each individual governor had been set at 75%. It was essential to monitor group and individual attendance to ensure that targets were being met and, if not, to address any difficulties that individual governors were having. At Tyne Coast College, average attendance during 2024-25 was 77.15%, which was an increase on the previous year (75.2%). National surveys had been undertaken through the Clerks Network to determine governors' average attendance rates. Figures for 2024/25 were 81.82% in a range of 71% - 94% (2023/24 were 82.19% in a range of 67% - 97%). Attached were graphs showing governor attendances covering a three-year period (2022-2025) for the Committee to consider. 	

	<ul style="list-style-type: none"> Attendances falling below target had been discussed with individual governors at their 1-2-1's with the Chair of the Board. <p>The Committee was reminded that two governors were unable to attend meetings owing to long term ill health. As these governors had the permission of the Board for their absence, governors confirmed that they should not be included in the overall calculations. It was felt that a decision was needed as to whether MA could continue as a governor.</p> <p>Q. Any particular concerns? None, other than the governors with long term absence.</p> <p>Governors discussed the attendance target and whether this was too low but it was argued that the calendar of meetings was agreed in advance of the academic year and the Board should be achieving 100% bar any emergencies and this was not the case as the Board was below the national average.</p> <p>Resolved: That governors agree to receive the report, acknowledging the information presented and that a summary be reported to the Board.</p>	<p>NL</p>
<p>9. Development Event Jan 26/Training</p>	<p>This report aimed to inform governors of training undertaken and further training opportunities for the members of the Board and Governance Professionals.</p> <p>NL highlighted the following:</p> <ul style="list-style-type: none"> Governors were being provided with training records of governors for review. The new arrangements for meeting mandatory training had been implemented and feedback showed this was working well. Outstanding mandatory training was shown in the report. Training opportunities available through the Education and Training Foundation (ETF) were detailed within the paper. AoC targeted training opportunities/network meetings were made known to governors to enhance their role. Link Governors had met with their staff contact as planned on 6 November as part of the Governors Annual Calendar of events and was viewed as successful. <p>Governor noted and accepted that an induction was to be held after the Christmas break and it was hoped that further appointments could be made in time for this session.</p> <p>It was suggested that as there had been a number of changes with the OfS in terms of compliance for HE, that the SSMS Principal be asked to give a presentation to the Board to outline the OfS requirements.</p> <p>NL explained that the training plan had been updated to the end of the year. In addition, it was noted that Jim Dafter had attended Cyber Awareness Training with staff on 12 November, which had been delivered by the Police regional cyber-crime unit.</p> <p>Resolved:</p> <ol style="list-style-type: none"> That governors agree to receive the report and acknowledge the range of training opportunities available. That governors be reminded of the need to complete any outstanding mandatory training as soon as possible. That the Executive Director of Digital and Projects be approached to arrange for the Police regional cyber-crime unit to deliver a similar training session for governors. That a Governor Induction Session be held in the new calendar year 	<p>NL</p> <p>NL</p> <p>NL</p>

	v. That the SSMS Principal be asked to give a presentation to the Board on OfS requirements for HE at the Development event in January 2026.	SA
10.	<p>Nominations for Dr Winterbottom Fellowships</p> <p>NL informed the Committee that this was a reminder that nominations were to be sought within the College Management Team and governors for the Dr Winterbottom Fellowship.</p> <p>Resolved: That governors agree to receive the report and that nominations be sought from the Senior Staff and Board of Governors with a view to nominations being submitted to the College Board in March 2026.</p>	NL
11.	<p>Any other business</p> <p><u>Year of Engagement</u> A governor reminded the members of the Committee about the Year of Engagement strategy adopted for the year and sought an update on governor involvement asking how this was recorded.</p> <p>NL explained that if attendance at an event was known it would be automatically recorded but it was important for governors attending a general invite to an event, AoC session etc to notify NL or LL to ensure that this was captured.</p> <p>Resolved: That a progress report be provided at the Development Event on governor engagement to date.</p>	NL
12.	<p>Date and Time of Next Meeting:</p> <p>Governors discussed holding an additional meeting to bring the Committee in line with other Committees in the annual cycle of business.</p> <p>It was suggested that, if possible, governors should hold their next Board meeting in the cabins on the new site to give them an understanding of the progress being made with the new build. Discussion took place on the Christmas lunch prior to the Board and how this should be arranged.</p> <p>Resolved:</p> <p>i. That a further meeting of the Committee be held in March 2026 and that the business planner be reviewed to accommodate this change and this is to include ‘Monitoring of Governor Engagement’.</p> <p>ii. That enquiries be made as to whether the next Board meeting can be held at the new College site.</p> <p>iii. That NL is to speak to JC on the best approach for the arrangements for the Christmas lunch.</p>	NL NL NL
13.	<p>Identification of Confidential Items</p> <ul style="list-style-type: none"> • Item 6 - Governance SAR (position statement) 	

Signed: **Date:**